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shaholli.sarah@dorsey.com

Attorneys for Defendants  
POWER BALANCE, LLC

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA

In re:

POWER BALANCE, LLC, a Delaware  
limited liability company,

Debtor and  
Debtor in Possession.

Case No. CV11-00487 EMC

**NOTICE OF PENDING CHAPTER  
11 BANKRUPTCY AND NOTICE OF  
AUTOMATIC STAY ; ORDER  
RESETTING CMC**

[No Hearing Set]

**TO: THE COURT, PLAINTIFF, AND ALL PARTIES IN INTEREST:**

**PLEASE TAKE NOTICE that:**

Power Balance, LLC, a Delaware limited liability company ("Debtor"), filed a voluntary Chapter 11 petition for relief on November 18, 2011. The case has been assigned Case No. 8:11-25982 TA and is pending before the Honorable Theodore Albert, United States Bankruptcy Judge, in the United States Bankruptcy Court for the Central District of California, Santa Ana Division. The Clerk's office of the Court is located at 411 West Fourth Street, Suite 2074, Santa Ana, California 92701-4593.

NOTICE OF PENDING CHAPTER 11 BANKRUPTCY AND NOTICE OF AUTOMATIC STAY

1 A copy of the pertinent portions of the Chapter 11 petition filed with the  
2 Court on November 18, 2011 are attached hereto as Exhibit "1" and is incorporated  
3 herein by this reference.

4 **PLEASE TAKE FURTHER NOTICE** that as a result of the above-  
5 referenced filing, pursuant to Section 362(a) of the Bankruptcy Code, each creditor  
6 of the Debtor is restrained and enjoined, as of the date of the Debtor's bankruptcy  
7 filing, from taking any of the acts, or pursuing any of the proceedings, set forth in  
8 Section 362(a) of the Bankruptcy Code, including, without limitation, the  
9 following:

- 10 • Performing any act to collect its claims against the Debtor, including  
11 telephoning or otherwise communicating with the Debtor, for the  
12 purpose of collecting such claims.
- 13 • Filing a lawsuit or continuing any existing lawsuit against the Debtor,  
14 including any relief sought pursuant to the above-referenced action.
- 15 • Enforcing any judgment against the Debtor.
- 16 • Performing any act to enforce a lien against the Debtor's property.
- 17 • Performing any act to obtain possession of property of the Debtor's  
18 bankruptcy estate or of property from the Debtor's bankruptcy estate  
19 or to exercise control over property of the bankruptcy estate.

20 Creditors may apply to the Bankruptcy Court for relief from the automatic  
21 stay imposed pursuant to 11 U.S.C. Section 362.

22 DATED: November 22, 2011

DORSEY & WHITNEY LLP

24 IT IS SO ORDERED THAT the  
25 CMC is reset from 12/16/11 to  
26 6/22/12 at 9:00 a.m. A joint  
27 CMC Statement shall be filed  
28 by 6/15/12

By: /s/ Katherine J. Santon  
Steven D. Allison  
Sarah K. Shaholli  
Katherine J. Santon  
Attorneys for Defendants POWER  
BALANCE, LLC

Edward M. Chen  
U.S. District Judge



NOTICE OF PENDING CHAPTER 11 BANKRUPTCY AND NOTICE OF AUTOMATIC STAY

# **EXHIBIT 1**

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Form B1 (Official Form-1) - (Rev. 1/08)

UNITED STATES BANKRUPTCY COURT CENTRAL DISTRICT OF CALIFORNIA																																
Name of Debtor (If Individual, enter Last, First, Middle): <b>Power Balance, LLC, a Delaware limited liability company</b>					Name of Joint Debtor (Spouse) (Last, First, Middle):																											
All Other Names used by the Debtor in the last 6 years (include married, maiden, and trade names):					All Other Names used by the Debtor in the last 6 years (include married, maiden, and trade names):																											
Last four digits of Soc. Sec. No./Complete EIN or other Tax I.D. No. (if more than one, state all): 27-0982433					Last four digits of Soc. Sec. No./Complete EIN or other Tax I.D. No. (if more than one, state all):																											
Street Address of Debtor (No. & Street, City, State, & Zip Code): 30012 Ivy Glenn Dr., Suite 180 Laguna Niguel, CA <div style="text-align: right;">Zip Code <b>92677</b></div>					Street Address of Debtor (No. & Street, City, State, & Zip Code): <div style="text-align: right;">Zip Code</div>																											
County of Residence or of the Principal Place of Business: Orange					County of Residence or of the Principal Place of Business:																											
Mailing Address of Debtor (if different from street address): <div style="text-align: right;">Zip Code</div>					Mailing Address of Debtor (if different from street address): <div style="text-align: right;">Zip Code</div>																											
Location of Principal Assets of Business Debtor (if different from street address above):																																
<b>Type of Debtor (Form of Organization)</b> (Check one box.) <input type="checkbox"/> Individual (included Joint Debtors). <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (included LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entitled, check this box and provide the information requested below.) State type of entity:			<b>Nature of Business</b> (Check one box.) <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. §101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> other <b>Tax-Exempt Entity</b> (Check one box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).			<b>Chapter of Bankruptcy Code Under Which The Petition is Filed (Check one box)</b> <input type="checkbox"/> Chapter 7 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 15 for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 9 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding <b>Nature of Debts (Check one box)</b> <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. §101(8) as "incurred by an individual primarily for a personal, family, or house-hold purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.																										
<b>Filing Fee (Check one box)</b> <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (Applicable to Individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (Applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.					<b>Chapter 11 Debtors</b> <b>Check one box:</b> <input type="checkbox"/> Debtor is a small business as defined in 11 U.S.C. §101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. §101(51D). <b>Check if:</b> <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,343,300 (amount subject to adjustment on 01/01/13 and every three years thereafter). <b>Check all applicable boxes:</b> <input type="checkbox"/> A plan is being filed with this petition <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. §1126(b)																											
<b>Statistical/Administrative Information</b> <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.										THIS SPACE FOR COURT USE ONLY																						
<b>Estimated Number</b> <table style="width: 100%; border-collapse: collapse;"> <tr> <th style="text-align: left;">Of Creditors</th> <th>1-49</th> <th>50-99</th> <th>100-199</th> <th>200-999</th> <th>1,000-5,000</th> <th>5,001-10,000</th> <th>10,001-25,000</th> <th>25,001-50,000</th> <th>50,001-100,000</th> <th>Over 100,000</th> </tr> <tr> <td></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input checked="" type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> </tr> </table>											Of Creditors	1-49	50-99	100-199	200-999	1,000-5,000	5,001-10,000	10,001-25,000	25,001-50,000	50,001-100,000	Over 100,000		<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Of Creditors	1-49	50-99	100-199	200-999	1,000-5,000	5,001-10,000	10,001-25,000	25,001-50,000	50,001-100,000		Over 100,000																					
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<b>Estimated Assets</b> <table style="width: 100%; border-collapse: collapse;"> <tr> <th>\$0-\$50,000</th> <th>\$50,001-\$100,000</th> <th>\$100,001-\$500,000</th> <th>\$500,001-\$1,000,000</th> <th>\$1,000,001-\$10,000,000</th> <th>\$10,000,001-\$50,000,000</th> <th>\$50,000,001-\$100,000,000</th> <th>\$100,000,001-\$500,000,000</th> <th>\$500,000,001-More</th> </tr> <tr> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input checked="" type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> </tr> </table>										\$0-\$50,000	\$50,001-\$100,000	\$100,001-\$500,000	\$500,001-\$1,000,000	\$1,000,001-\$10,000,000	\$10,000,001-\$50,000,000	\$50,000,001-\$100,000,000	\$100,000,001-\$500,000,000	\$500,000,001-More	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>					
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<b>Estimated Debts</b> <table style="width: 100%; border-collapse: collapse;"> <tr> <th>\$0-\$50,000</th> <th>\$50,001-\$100,000</th> <th>\$100,001-\$500,000</th> <th>\$500,001-\$1,000,000</th> <th>\$1,000,001-\$10,000,000</th> <th>\$10,000,001-\$50,000,000</th> <th>\$50,000,001-\$100,000,000</th> <th>\$100,000,001-\$500,000,000</th> <th>\$500,000,001-More</th> </tr> <tr> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input checked="" type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> </tr> </table>										\$0-\$50,000	\$50,001-\$100,000	\$100,001-\$500,000	\$500,001-\$1,000,000	\$1,000,001-\$10,000,000	\$10,000,001-\$50,000,000	\$50,000,001-\$100,000,000	\$100,000,001-\$500,000,000	\$500,000,001-More	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>					
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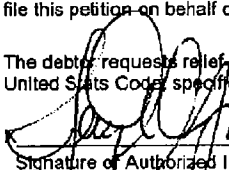
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Form B1 (Official Form 1) Page 2 - (1/08)

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): <b>Power Balance, LLC</b>		FORM B1, Page 2
Location Where Filed: <b>NONE</b> Location Where Filed:		Case Number:	Date Filed:	
Name of Debtor: <b>None</b> District:		Case Number:	Date Filed:	
Exhibit "A" (To be completed if debtor is required to file periodic reports, e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or (15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11) <input type="checkbox"/> Exhibit A is attached and made a part of this petition.		Exhibit "B" (To be completed if debtor is an individual whose debts are primarily consumer debts) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. §342(b) X _____ Signature of Attorney for Debtor(s) Date		
Exhibit C Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? <input type="checkbox"/> Yes, and Exhibit "C" is attached and made a part of this petition <input checked="" type="checkbox"/> No.		Exhibit D (To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D). <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.		
<b>Information Regarding the Debtor - Venue</b> (Check any applicable box)				
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.				
<input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.				
<input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding (in a federal or state court) in this District, or the interests of the parties will be served in regard to the relief sought in this District.				
<b>Statement by a Debtor Who Resides as a Tenant of Residential Property</b> Check all applicable boxes				
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following)				
_____ (Name of landlord that obtained judgment)				
_____ (Address of landlord)				
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and				
<input type="checkbox"/> Debtor has included in this petition the deposit with the court for any rent that would become due during the 30-day period after the filing of the petition.				
<input type="checkbox"/> Debtor certified that he/she has served the Landlord with this certification. (11 U.S.C. §362(1)).				

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Form B1 (Official Form 1) Page 3 - (1/06)

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case)</i>	Name of Debtor(s): <span style="float: right;">FORM B1, Page 3</span> <b>Power Balance, LLC</b>
<b>Signature(s) of Debtor(s) (Individual/Joint)</b> I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).  I request relief in accordance with the chapter of the title 11, United States Code, specified in this petition. X _____ (Signature of Debtor)  _____ (Signature of Joint Debtor)  Telephone and Fax Number (If not represented by attorney) _____ Date: _____	<b>Signature of a Foreign Representative of a Recognized Foreign Proceedings</b> I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign main proceeding, and that I am authorized to file this petition. (Check one box) <input type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.  <input type="checkbox"/> Pursuant to 11 U.S.C. §1515, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition is attached. X _____ (Signature of Foreign Representative)  _____ (Printed Name of Foreign Representative)  _____ (Date)
X  _____ <b>Signature of Attorney</b> Signature of Attorney for Debtor(s) <u>Garrick A. Hollander</u> Printed Name of Attorney for Debtor <u>Winthrop Couchot Professional Corporation</u> Firm Name <u>660 Newport Center Drive, 4<sup>th</sup> Floor</u> <u>Newport Beach, CA 92660</u>  Telephone: <u>949-720-4100</u>  Date: <u>November 18, 2011</u> Bar No. <u>166316</u>  <b>Signature of Debtor (Corporation/Partnership)</b>  I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.  The debtor requests relief in accordance with the chapter of title 11, United States Code specified in this petition.  _____ Signature of Authorized Individual <u>Henry G. Adamany Jr.</u> Printed Name of Authorized Individual <u>Chairman</u> Title of Authorized Individual Date: <u>November 18, 2011</u>	<b>Signature of Non-Attorney Petition Preparer</b> I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§110(b), 110(h), and 342(b); and (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. §110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19B is attached.  _____ Printed Name and title, if any, of Bankruptcy Petition Preparer  Social Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. §110.)  _____ Address  _____  X _____  Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose social security number is provided above.  Names and Social Security numbers for all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.  If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.  <i>A bankruptcy petition preparer's failure to comply with the provision of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §156.</i>

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Attorney or Party Name, Address, Telephone & FAX Numbers, and California State Bar Number Marc J. Winthrop - State Bar No. 63218 Garrick A. Hollander -- State Bar No. 166316 <b>WINTHROP COUCHOT PROFESSIONAL CORPORATION</b> 660 Newport Center Drive, Fourth Floor Newport Beach, CA 92660 Telephone: (949) 720-4100/Facsimile: (949)720-4111 <input checked="" type="checkbox"/> <i>Attorney for: Debtor</i>	FOR COURT USE ONLY
<b>UNITED STATES BANKRUPTCY COURT</b> <b>CENTRAL DISTRICT OF CALIFORNIA</b>	
In re:  POWER BALANCE, LLC  Debtor(s).	CASE NO.: CHAPTER: 11 ADV. NO.:

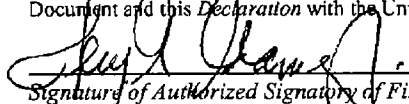
**ELECTRONIC FILING DECLARATION  
(CORPORATION/PARTNERSHIP)**

- ☒ Petition, statement of affairs, schedules or lists  
☒ Amendments to the petition, statement of affairs, schedules or lists  
☒ Other: \_\_\_\_\_

Dated Filed: concurrently  
 Dated Filed: \_\_\_\_\_  
 Dated Filed: \_\_\_\_\_

**PART I - DECLARATION OF AUTHORIZED SIGNATORY DEBTOR OR OTHER PARTY**

I, the undersigned, hereby declare under penalty of perjury that: (1) I have been authorized by the Debtor or other party on whose behalf the above-referenced document is being filed (Filing Party) to sign and to file, on behalf of the Filing Party, the above-referenced document being filed electronically (Filed Document); (2) I have read and understand the Filed Document; (3) the information provided in the Filed Document is true, correct and complete; (4) the "/s/," followed by my name, on the signature lines for the Filing Party in the Filed Document serves as my signature on behalf of the Filing Party and denotes the making of such declarations, requests, statements, verifications and certifications by me and by the Filing Party to the same extent and effect as my actual signature on such signature line(s); (5) I have actually signed a true and correct hard copy of the Filed Document in such places on behalf of the Filing Party and provided the executed hard copy of the Filed Document to the Filing Party's attorney; and (6) I, on behalf of the Filing Party, have authorized the Filing Party's attorney to file the electronic version of the Filed Document and this Declaration with the United States Bankruptcy Court for the Central District of California.

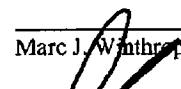
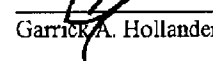
  
 Signature of Authorized Signatory of Filing Party

November 18, 2011  
 Date

Henry G. Adamany Jr., Chairman  
 Printed Name and Title of Authorized Signature of Filing Party

**PART II - DECLARATION OF ATTORNEY FOR SIGNING PARTY**

We, the undersigned Attorney for the Filing Party, hereby declare under penalty of perjury that: (1) the "/s/," followed by my name, on the signature lines for the Attorney for the Filing Party in the Filed Document serves as my signature and denotes the making of such declarations, requests, statements, verifications and certifications to the same extent and effect as my actual signature on such signature lines; (2) an authorized signatory of the Filing Party signed the Declaration of Authorized Signatory of Debtor or Other Party before I electronically submitted the Filed Document for filing with the United States Bankruptcy Court for the Central District of California; (3) I have actually signed a true and correct hard copy of the Filed Document in the locations that are indicated by "/s/," followed by my name, and have obtained the signature of the authorized signatory of the Filing Party in the locations that are indicated by "/s/," followed by the name of the Filing Party's authorized signatory, on the true and correct hard copy of the Filed Document; (4) I shall maintain the executed originals of this Declaration, the Declaration of Authorized Signatory of Debtor or Other Party, and the Filed Document for a period of five years after the closing of the case in which they are filed; and (5) I shall make the executed originals of this Declaration, the Declaration of Debtor(s) or Other Party, and the Filed Document available for review upon request of the Court or other parties.

  
 Marc J. Winthrop  
  
 Garrick A. Hollander

November 18, 2011

November 18, 2011

**CERTIFICATE OF SERVICE**

I, Katherine J. Santon, hereby certify and declare as follows:

I am over the age of 18 years and not a party to the within action. My business address is 600 Anton Blvd., Ste. 2000, Costa Mesa, CA 92626. On November 22, 2011, I caused service of the following document(s) on counsel for all parties to this action by electronically filing the document(s) with the Clerk of the District Court using its ECF System, which electronically notifies them. The document(s) served include:

**NOTICE OF PENDING CHAPTER 11 BANKRUPTCY AND NOTICE OF  
AUTOMATIC STAY**

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Executed this 22nd day of November, 2011, at Costa Mesa, California.

/s/ Katherine J. Santon

Katherine J. Santon